

APPROVED PRCA DEVELOPMENT CONDITIONS

PRCA 77-C-076

May 4, 2016

The Board of Supervisors approved PRCA 77-C-076, located at tax map parcel 17-1 ((1)) 2C ("the Subject Property"), with the following development conditions. Within these conditions the term "Applicant" shall refer to RTC Partnership, LLC and Akridge, the owner, its successors, and assigns. Those conditions with an asterisk (*) are being carried forward from PRC 77-C-076 with minor modifications.

1. Any plan submitted pursuant to this PRCA Plan shall be in substantial conformance with the approved PRCA Plan entitled "Reston Section 87-1 Redevelopment at Reston Town Center North," submitted by Urban, Ltd., consisting of 30 sheets dated December 21, 2015 and revised through April 12, 2016. Minor modifications to the approved PRCA Plan may be permitted pursuant to Sect. 16-203 of the Zoning Ordinance.*
2. The limits of clearing and grading shall be in substantial conformance with the limits of clearing and grading shown on the PRCA Plan, subject to modification for the installation of utilities and/or trails as determined necessary by the Director of the Department of Public Works and Environmental Services (DPWES).*
3. The Subject Property shall be developed with office, retail, restaurant, and civic/public open space uses. Development on the Subject Property shall include a maximum of 418,900 square feet of gross floor area ("GFA") in total.*
4. In addition to office, uses may include all uses permitted for the Town Center designation in the PRC District with exception to Category and Group uses, which may be permitted by special exception and special permit, respectively. Uses shall be designed with the intent to minimize vehicle trips to and from the Subject Property.*
5. Surface parking spaces on Subject Property shall be limited to a maximum of 11, as shown on the PRCA Plan.*
6. A landscape plan shall be submitted as part of the first and all subsequent site plan submissions that is in substantial conformance with the landscaping shown on Sheets 13 and 13A of the PRCA Plan for the review and approval of the Urban Forest Management Division ("UFMD") in DPWES.*
7. The maximum height of the building shall not exceed 330 feet in height, inclusive of 23 stories, a 35-foot tall glass screen wall, an interior/exterior rooftop lounge

and terrace, and the mechanical equipment penthouse and its associated mechanical screening.

8. The principal façade building materials for the building, parking garage and mechanical systems shall consist of metal, pre-cast concrete, or other cementitious or masonry finish, and glass. In addition, additional "accent" materials may be included as approved by the Reston Association Design Review Board ("DRB"), as shown on Sheets 15A-15C of the PRCA Plan. Use of exterior finishing system ("EFIS") materials shall be prohibited.*
9. The Applicant shall use commercially reasonable efforts to incorporate sustainable design elements into the building consistent with Leadership in Energy and Environmental Design (LEED) Certification standards for high-rise commercial office buildings. The Applicant shall utilize the services of a LEED accredited professional in the design of the building. In addition, the Applicant shall register the project with the United States Green Building Council ("USGBC") and pursue a goal of attaining a minimum of "Silver" certification level under the LEED program or the equivalent program at the time of certification.

Concurrent with the submission of its first building plan, the Applicant shall submit to the Environment and Development Review Branch (EDRB) in the Department of Planning and Zoning (DPZ) a listing of specific anticipated sustainable features and facilities incorporated into the building's design, including specific anticipated credits within the project's registered version of the USGBC rating system, or other similar LEED rating system determined to be equivalent of the USGBC rating system as determined jointly by the Applicant and Fairfax County. In addition, the Applicant shall have the option to consider the inclusion of additional green building technologies in the future. Any mechanical equipment shall be subject to Section 2-506 of the Zoning Ordinance.*

10. The Applicant shall provide an assessment to EDRB in DPZ of the feasibility and costs that would be associated with the provision of space and infrastructure required for the future provision of electric vehicle charging stations that would become accessible to all future users of parking facilities on the Subject Property, prior to approval of each building plan to promote efficient, renewable, and sustainable energy practices. Based on the results of this assessment, the Applicant will consider the provision of space and infrastructure to support the future provision of electric vehicle charging stations.*
11. The Applicant shall submit stormwater quantity and quality calculations concurrent with the submission of the first site plan for the building, to DPWES for review and approval, demonstrating that adequate stormwater quantity and quality controls are provided for the Subject Property. At the time of Site Plan review, the Applicant shall utilize the existing capacities in the off-site ponds, subject to the approval of a waiver of on-site stormwater management. If a

waiver is not approved, the Applicant shall provide adequate stormwater management and Best Management Practices measures on-site. The Applicant shall make/install any necessary improvements prior to issuance of a Non-RUP for the building, as determined necessary by DPWES.*

12. The Applicant shall incorporate public art into the development following consultation with the Initiative for Public Art – Reston (IPAR). The Applicant shall coordinate with IPAR to obtain its recommendations on the type and location of public art to be provided on the Subject Property. The Applicant shall make the final selection of the public art features and their location after consultation with IPAR and shall incorporate such features into the development prior to issuance of the first Non-RUP for the proposed building. The Applicant shall provide a one-time contribution of \$25,000 to IPAR or the other entity, as designated, for use in the procurement, installation, and/or maintenance of said public art at the time of issuance of the first Non-RUP for the Subject Property.*
13. The Applicant shall permanently close the Subject Property's existing Reston Parkway access upon completion by others, of "Street 1" proposed between Reston Parkway and Fountain Drive as shown on PRC 86-C-121-04 (Reston Spectrum) or as may be modified by the Virginia Department of Transportation (VDOT). The permanent closure of the Subject Property's Reston Parkway access shall occur once an alternate access from Reston Parkway to the Subject's Property ("Street 1") is in place, and no later than 90 days following the acceptance of "Street 1" on the adjacent property by VDOT into the state road maintenance system. The Applicant shall convey upon demand of Fairfax County, all necessary temporary and/or permanent easements to permit construction and use of that portion of "Street 1" needed to connect the proposed building.*
14. The Applicant shall submit the final architectural and landscape plans for the building on the Subject Property to the Reston Association Design Review Board for review and approval, prior to the issuance of a building permit for the building.*
15. A Transportation Demand Management plan (the "TDM Plan") shall be implemented by the Applicant, and subsequently, as appropriate, the commercial condominium association, to encourage the use of transit, including Metrorail, RIBS and/or Fairfax Connector bus, other high-occupancy vehicle commuting modes, walking, biking and teleworking, all in order to reduce automobile trips generated by the proposed development.*
 - a. TDM Goal. TDM strategies, as detailed below, shall be implemented by the Applicant in an effort to reduce the P.M. peak hour trips by a minimum of twenty-five percent (25%) from the total number of vehicle trips that would be expected from the 418,900 square feet of office and retail space included in the Proposed Development (the "Baseline Trips") under the Institute of Traffic

Engineers ("ITE") Trip Generation Manual, 8th Edition (the "TDM Goal"). In the event the Applicant constructs less than 418,900 total square feet as part of the proposed development, then the Baseline Trips shall be calculated as if the full 418,900 square feet of the Proposed Development actually had been constructed as reflected on the PRCA Plan. Tenants of the building shall be advised of the TDM Goal and the TDM strategies by the Program Manager (as defined hereunder in this condition) through the annual dissemination of written materials summarizing the availability of the TDM strategies. Further, written materials will also be included in the lease documents for future tenants.

- b. Program Manager. Within three (3) months following approval of the first building permit, the Applicant (and thereafter, as applicable, the Owner) shall designate an individual to act as the Program Manager ("PM") for the Property, whose responsibility will be to implement the TDM strategies, with on-going coordination with the Fairfax County Department of Transportation ("FCDOT"). The PM duties may be a part of other duties assigned to the individual(s), but the PM should be a full-time, on-site employee.
- c. TDM Plan and Budget. This condition sets forth a program for a transportation demand management plan (the "TDM Plan") to meet the TDM goals set forth hereunder. A copy of this TDM plan and annual budget (the "TDM Budget") shall be provided to FCDOT for review and comment prior to the issuance of the first building permit for the proposed development. Should FCDOT seek modifications to the TDM Plan, the Applicant shall work in good faith with FCDOT and shall amend the TDM Plan as mutually agreed to by the Applicant and FCDOT. The TDM Budget shall account for the start-up components of implementing the TDM strategies which shall be put into action effective with approval of the TDM Plan and TDM Budget. If FCDOT does not comment on the TDM Plan and TDM Budget within sixty (60) days following its submission, both shall be deemed "approved." Once the TDM Plan and TDM Budget are approved by FCDOT, the Applicant shall implement the TDM Plan. Because the TDM Plan represents the strategy to be employed by the PM to meet the TDM Goal, the TDM Plan and TDM Budget may be amended from time to time, subject to approval of FCDOT, without the requirement to secure a PCA; provided, however, that the TDM Goal shall not be amended absent approval of the Planning Commission. The TDM Plan, and any amendments thereto, shall include provisions for the following with respect to the office and retail uses:
 - i. Integration of transportation information, including Metro maps, schedules and forms, ride-sharing and other relevant transit option information into leasing and marketing materials;
 - ii. Regular distribution of transit, ride-sharing, and other relevant transit option information provided by Commuter Connections, Reston's

"LINK" program, FCDOT, or others to all building tenants. Such distribution may include a "transportation fair" (or similar event) to be held at regular intervals in a suitable location on the Subject Property wherein representatives of Commuter Connections, "LINK," FCDOT or others will be invited to offer information directly to the Subject Property's tenants and employees;

- iii. Coordination/Assistance with vanpool and carpool formation programs, including Reston's LINK program, ride matching services, adjacent office buildings and homeowners associations, and established guaranteed ride home programs;
 - iv. A parking management plan, which shall include: (i) reservation of preferential parking for registered vanpools and carpools; (ii) reservation of parking spaces equipped for electric and plug-in hybrid vehicles; and (iii) consideration of dedicated parking spaces for car sharing services, if requested by a service operator;
 - v. Assistance to tenants in the set-up of tax-free commuter benefits programs for their employees, and the marketing of these programs to tenants;
 - vi. Provision of relevant real-time traveler information within the building, through either a website, email list, or informational kiosk/display in the lobby; and
 - vii. Establishment of a phasing strategy, coordinated with FCDOT as provided herein, to address which TDM strategies are implemented at what time; and
 - viii. Coordination with surrounding residential property owners to cross-market housing options available to the proposed building's tenants within the immediate vicinity of the Subject Property. As provided by said residential property owners, such measures may include the regular distribution to tenants of marketing materials for housing options, as well as maps of surrounding residential developments, and pedestrian and biking alternatives within the immediate vicinity of the Subject Property.
- d. TDM Account. If not previously established, the Applicant shall establish a separate interest-bearing account (the "TDM Account") with a bank or other financial institution qualified to do business in Virginia as approved by Fairfax County within 30 days of FCDOT's approval of the TDM Budget. The Applicant shall establish the TDM Account with an initial deposit of \$20,000.00. All interest earned on the principal shall remain in the TDM Account and shall be used by the Program Manager for TDM

purposes/strategies/programs as may be approved in consultation with FCDOT. The TDM Account shall be funded solely by the Applicant, or, at the election of the Applicant, any tenant, and administered by the Program Manager.

- e. No later than one (1) year following the issuance of the final Non-RUP on the Subject Property, the effectiveness of the TDM Plan shall be evaluated using surveys and/or traffic counts prepared by the Applicant in cooperation with FCDOT. The Applicant shall coordinate with FCDOT regarding the scope of the traffic counts. The Applicant shall submit the results of the surveys and traffic counts to FCDOT to permit the Applicant and FCDOT to determine if the TDM goals have been met. If FCDOT has not responded to such submission within sixty (60) days, the survey and count data for that year shall be deemed approved. Such TDM surveys shall be conducted annually for two (2) years following the initial survey. If the TDM surveys show that the trip reduction objective is being met after a total of three (3) annual surveys, the Applicant shall proceed with the TDM strategies as implemented and be forever relieved of its obligations under this condition.
 - f. In the event any TDM survey and traffic count indicates that the TDM Goal has not been met, the Applicant shall meet with FCDOT to review the strategies in place and to develop modifications to the TDM strategies, adopt additional TDM strategies and/or conduct additional traffic counts, as deemed appropriate by FCDOT, that will facilitate meeting the TDM Goal. If the TDM goal is not met for two (2) consecutive surveys and traffic counts, then the Applicant shall contribute five cents (\$0.05) per square foot constructed on the Subject Property to the TDM account to be utilized on supplemental TDM strategies approved in cooperation with FCDOT.
16. The Applicant shall work with the Reston Internal Bus System ("RIBS") and the Fairfax Connector bus service to encourage the installation of a bus stop on the Subject Property to take advantage of existing and planned RIBS services. In the alternative, the Applicant will also work to ensure that bus, circulator or shuttle service is available for the Subject Property's tenants and visitors to the planned Reston Parkway Metrorail station, as follows:
- a. Prior to issuance of the first Non-RUP for the Subject Property, the Applicant will submit a written request to the owners of neighboring properties and other properties in the Town Center area to discuss formation of a partnership, in coordination with FCDOT, to establish and operate circulator service to the Subject Property, the planned Reston Parkway Metrorail station, and major Reston Town Center destinations.*
 - b. Prior to the issuance of the first Non-RUP, the Applicant will send a written request to RIBS and the Fairfax Connector bus service to establish bus

service between the Subject Property and the planned Reston Parkway Metrorail station.*

- c. If, by the issuance of a Non-RUP which permits the occupancy or use of the Subject Property in excess of ninety percent (90%) of the GFA for the proposed building, an agreement is not in place for circulator service and RIBS/Fairfax Connector has not established service between the Subject Property and the planned Reston Parkway Metrorail station, the Applicant shall provide shuttle service for the Subject Property's tenants and visitors to the planned Reston Parkway Metrorail station. Such shuttle service shall be established within 90 days of the issuance of said Non-RUP for the Subject Property.*
16. The Applicant shall relocate existing and/or construct bus shelters along the Subject Property's Reston Parkway and/or Bowman Towne Drive frontage, either on the Subject Property or within the right-of-way, as mutually agreed by the Applicant, VDOT, and FCDOT in conjunction with site plan approval of the proposed development.*
17. The Applicant shall provide infrastructure to promote cycling and pedestrian access to the Subject Property, including easily accessible bicycle racks, bicycle lockers, bicycle storage areas, change rooms, general lockers, and showers on the Subject Property. The specific locations of these facilities shall be designated by the Applicant at the time of issuance of the first Non-RUP for the Subject Property and shall be consistent with the Fairfax County Policy and Guidelines for Bicycle Parking. The Applicant shall also provide infrastructure and infrastructure integration to support a community and/or government-sponsored bicycle sharing program at the time such program is made available in the vicinity of the Subject Property.*
18. All on-site, outdoor and parking garage lighting shall comply with Article 14 of the Fairfax County Zoning Ordinance.*
 - a. Street Lights. All street lights shall be semi-cutoff.
 - b. Plaza Street Lights. All lighting provided in plaza and parking areas shall be fully-shielded, cut-off fixtures directed inward and downward to reduce glare on adjacent properties.
 - c. Security Lighting. All building-mounted security lighting shall utilize full cut-off fixtures with shielding such that the lamp surface is not directly visible.
19. Pursuant to Section 18-204 of the Zoning Ordinance, any portion of the Subject Property may be subject to a PCA, Special Exception ("SE"), Special Permit ("SP"), or FDPA, without joinder and/or consent of the owners of the other

portions of the Subject Property, provided that such PCA, SE, SP, or FDPA does not materially adversely affect the balance of the Subject Property.*

21. Prior to submission of the first site plan, the Applicant may at its sole discretion petition Fairfax County to reduce parking on the Subject Property. Said reduction shall either be proposed pursuant to a revised parking requirement established by the Fairfax County Zoning Ordinance, or by a parking reduction as approved by DPWES, for the Subject Property and not by a reduction in the building's square footage. Said reduction shall not require amendment to the PRCA Plan or Development Plan. The reduction may be up to 150 parking spaces, or the equivalent of one full level of the structured parking, whichever is greater. If a parking reduction is implemented by the Applicant, the Applicant shall make a contribution of \$10,000.00 per parking space not constructed (defined as the number of spaces below the minimum required parking as shown on the PRC Plan) to transit services operating in proximity to the Subject Property, such as LINK. Said contribution shall be made at the time of issuance of a Non-RUP that permits the occupancy or use of the Subject Property in excess of fifty-one percent (51%) of the GFA for the proposed building.*

This approval, contingent on the above noted conditions, shall not relieve the Applicant from compliance with the provisions of any applicable ordinances, regulations, or adopted standards.